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Changgang Dunxin Enterprise Company Limited

長港敦信實業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2229)

VOLUNTARY ANNOUNCEMENT ISSUANCE OF CORPORATE BONDS

INTRODUCTION

This is a voluntary announcement made by the board (the “**Board**”) of directors (the “**Directors**”) of Changgang Dunxin Enterprise Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) in relation to the issuance of corporate bonds by the Company in the aggregate principal amount of up to HK\$200,000,000 (the “**Corporate Bonds**”). The principal purpose of this issuance is to enrich the operational requirements of the Group.

ISSUE OF CORPORATE BONDS

The Board is pleased to announce that on 12 October 2015, the Company and PC Securities Limited (the “**Placing Agent**”) entered into the placing agreement (the “**Placing Agreement**”) pursuant to which the Placing Agent has agreed to act as the sole placing agent, on a best efforts basis, during the Placing Period (as defined below), for the purpose of procuring subscribers (whether itself being subscriber, as nominee or otherwise) for the Corporate Bonds subject to the terms and conditions contained in the Placing Agreement. According to the Placing Agreement, the placing period is defined as three (3) months commencing from the date of the Placing Agreement (the “**Placing Period**”), and subject to and at the discretion of the Company, a further 3-month period immediately thereafter. The Placing Agent shall use all reasonable endeavours to ensure that such investors shall be third parties independent of the Company and its connected persons (as defined under the Rules Governing the

Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Further, a placing commission of 3.0% of the aggregate principal amount of the Corporate Bonds successfully issued shall be payable by the Company to the Placing Agent.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placing Agent and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons (as defined under the Listing Rules).

The Board is of the view that the terms of the Placing Agreement and the transactions contemplated thereunder are on normal commercial terms, fair and reasonable, and are in the interest of the Company and its shareholders as a whole.

PRINCIPAL TERMS OF THE CORPORATE BONDS

- (i) Issuer : The Company
- (ii) Aggregate maximum principal amount : HK\$200,000,000
- (iii) Maturity : The date falling on the second anniversary of the issue date
- (iv) Interest : The Bonds will bear interest from (and including) the date of issue of the Bonds (the “**Issue Date**”) at the rate of 7% per annum. Interest will be accrued daily on a 365 days basis and is payable semi-annually in arrears. The first interest payment for the Bond shall be made on the date falling six (6) months from the Issue Date, and the final interest payment for the Bond shall be made on the Maturity Date.
- (v) Issue price : Principal amount of the Corporate Bonds
- (vi) Redemption : The Corporate Bonds should be redeemed in full upon the maturity of the relevant Corporate Bonds
- (vii) Use of proceeds : Including but not limited to enrich the operational requirements of the Group.

The Company will further update the shareholders and potential investors of the Company in respect of the subscription of the Corporate Bonds in accordance with the Listing Rules if and when required.

Completion of the placing of the Corporate Bonds under the Placing Agreement is on a best effort basis only and subject to the satisfaction and/or waiver of the conditions precedent therein. As the placing of the Corporate Bonds may or may not be successful, shareholders of the Company and prospective investors are urged to exercise caution when dealing in the securities of the Company.

By order of the Board
Changgang Dunxin Enterprise Company Limited
Zheng Dunmu
Chairman

Hong Kong, 12 October 2015

As at the date of this announcement, the Board comprises Mr. Zheng Dunmu, Mr. Zheng Dunqian and Mr. Chen Ruomao as executive directors and Mr. Kwong Kwan Tong, Mr. Ye Deshan and Mr. Hu Zhenghui as independent non-executive directors.